

HAMILTON RENEWABLE POWER INC.
Board of Directors
Report 23-001
February 24, 2023
Room 264
Hamilton City Hall

Present:

Board of Directors:

Mayor A. Horwath
Councillors C. Cassar, T. Hwang and M. Tadeson

Officers:

Carlyle Khan, President
Linda Campbell, Vice-President, Operations
Carlyle Khan, Non-Voting Member
Isabela Herman, Accountant
Andrea Holland, Secretary

Absent:

Councillor M. Wilson

Also Present:

David McKenna, Solicitor
S. Hesmer, Manager, Accounting Services
Tamara Bates, Legislative Coordinator

**THE HAMILTON RENEWABLE POWER INC. BOARD OF DIRECTORS
PRESENTS REPORT 23-001 AND RESPECTFULLY RECOMMENDS:**

1. APPOINTMENT OF CHAIR & VICE CHAIR (Item 1)

- (a) That C. Cassar be appointed as the of Chair of the Hamilton Renewable Power Inc. Board of Directors for 2022-2026 term; and
- (b) That M. Tadeson be appointed as the Vice-chair of the Hamilton Renewable Power Inc. Board of Directors for the 2022-2026 term.

2. Resolutions of the Hamilton Renewable Power Inc. Board of Directors (Item 7.1)

- (a) Appointment of Officer
 - (i) That Carlyle Khan, having consented to act as President of the Corporation, is hereby appointed as President of the Corporation commencing on the date hereof and continuing thereafter until their successor is duly appointed.

(b) Extension of Toromont Maintenance Services Agreement

- (i) WHEREAS the decision to allow the Corporation to execute an amending agreement in order to extend the term of the Maintenance Services Agreement between the Corporation and Toromont Inc. (the "Agreement", attached hereto as Schedule "A") is a business decision to be approved by the Board of Directors by written resolution signed by all the Directors entitled to vote on such resolution at a meeting of the Board of Directors;

THEREFORE BE IT RESOLVED:

That the Directors of the Corporation hereby authorize and direct the President of the Corporation to execute, on behalf of the Corporation, together with all necessary ancillary documents, the Agreement.

(c) Confirmatory Actions

- (i) That the officers of the Corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.
- (ii) That any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of the Corporation.

FOR INFORMATION:

The meeting was called to order at 3:00 p.m.

(a) CHANGES TO THE AGENDA (Item 2)

The Secretary advised the Board Chair that there were no changes to the agenda.

The Agenda of the February 24, 2023 meeting of the Hamilton Renewable Power Inc. (HRPI) Board of Directors was approved, as presented.

(b) DECLARATIONS OF INTEREST (Item 3)

There were none declared.

(c) ADOPTION OF MINUTES (Item 4)

(i) August 20, 2022 (Item 4.1)

The Minutes of the meeting of the Hamilton Renewable Power Inc. (HRPI) Board of Directors held on August 20, 2022 were approved, as presented.

(d) OPERATIONS UPDATE (Item 5)

There was no Operations Update at this meeting.

(e) STAFF PRESENTATIONS (Item 6)

(i) Hamilton Renewable Power Inc. Board of Directors Overview (Item 6.1)

The Hamilton Renewable Power Inc. Board of Directors Overview was received.

(f) ADJOURNMENT (Item 8)

There being no further business, the meeting adjourned at 3:33 p.m.

Respectfully submitted,

Chair, Councillor C. Cassar
Hamilton Renewable Power Inc.
Board of Directors

Andrea Holland, City Clerk
Secretary to Hamilton Renewable Power Inc.
February 24, 2023